

Section I

GENERAL INFORMATION

Part II — Assignee

1. Name of Assignee

Astroline Communications Company Limited Partnership

Street Address (or other identification)

City

855 R Broadway Saugus

State

Zip Code

Telephone No.

(Include area code)

MA

01906

(617) 231-1400

2. Does the contract submitted in response to Question 5, Part I of Section I embody the full and complete agreement between the assignor and assignee? ☒ YES ☐ NO

If No, explain in Exhibit No. _____.

Section II

ASSIGNEE'S LEGAL QUALIFICATIONS

1. Assignee is:

☐ an individual

☐ a general partnership

☒ a limited partnership

☐ a corporation

☐ other

2. If the applicant is an unincorporated association or a legal entity other than an individual, partnership or corporation, describe in Exhibit No. _____ the nature of the applicant.

CITIZENSHIP AND OTHER STATUTORY REQUIREMENTS

YES NO

3. (a) Is the applicant in compliance with the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments? ☒ ☐

- (b) Will any funds, credit, etc., for construction, purchase or operation of the station be provided by aliens, foreign entities, domestic entities controlled by aliens, or their agents? ☐ ☒

If Yes, provide particulars as Exhibit No. _____.

PBS 001356

0001025

ASSIGNEE'S LEGAL QUALIFICATIONS

TABLE I PARTIES TO APPLICATION

5. (a) Complete Table I with respect to the assignee. (Note: If the applicant considers that to furnish complete information would pose an unreasonable burden, it may request that the Commission waive the strict terms of this requirement).

INSTRUCTIONS: If applicant is an individual, fill out column (a) only. If applicant is a partnership, fill out columns (a), (b) and (d), state as to each general or limited partner (including silent partners) (a) name and residence, (b) nature of partnership interest (i.e., general or limited), and (d) percent of ownership interest. If applicant is a corporation or an unincorporated association with 50 or fewer stockholders, stock subscribers, holders of membership certificate or other ownership interest, fill out all columns, giving the information requested as to all officers, directors and members of governing board. In addition, give the information as to all persons or entities who are the beneficial or record owners of or have the right to vote capital stock, membership or owner interest or are subscribers to such interests. If the applicant has more than 50 stockholders, stock subscribers or holders of membership certificates or other ownership interests, furnish the information as to officers, directors, members of governing board, and all persons or entities who are the beneficial or record owners of or have the right to vote 1% or more of the capital stock, membership or owner interest except that if such entity is a bank, insurance company or investment company (as defined by 15 U.S.C. §80a-3) which does not invest for purposes of control, the stock, membership or owner interest need only be reported if 5% or more

Applicants are reminded that questions 5 through 7 of this Section must be completed as to all "parties to this application" as that term is defined in the instructions to Section II of this form.

Name and Residence (Home) Address(es)	Nature of Partnership Interest or Office Held	Director or Member of Governing Board		% of: Ownership (O) or Partnership (P) or Voting Stock (VS) or Membership (M) Voting Interest (V)
		YES	NO	
(a)	(b)	(c)		(d)
Richard P. Ramirez 39 Chestnut Street Boston, MA 02108	General Partner			21%(O) 70%(VI)
WHCT Management, Inc. 855R Broadway Saugus, MA 01906	General Partner			9%(O) 30%(VI)
Astroline Company 855R Broadway Saugus, MA 01906	Limited Partner			70%(O)
Herbert A. Sostek 65 E. India Row #21-F Boston, MA 02110	General and Limited Partner of Astroline Company			*
Fred J. Boling, Jr. 24 Tophet Road Lynnfield, MA 01940	General and Limited Partner of Astroline Company			*
				PBS 001357
				0001026

* See Exhibit No. 3

ASSIGNEE'S LEGAL QUALIFICATIONS

YES NO

5. (b) Does the applicant or any party to this application, own or have any interest in a daily newspaper or cable television system? ☐ YES ☒ NO

- (c) Does the applicant or any party to this application have an ownership interest in, or is an officer, director or partner of, an investment company, bank, or insurance company which has an interest in a broadcast station, cable system or daily newspaper? ☐ YES ☒ NO

If the answer to questions 5(b) or (c) is Yes, attach as Exhibit No. _____, a full disclosure concerning persons involved, the nature of such interest, the media interest and its location.

OTHER BROADCAST INTERESTS

6. Does the applicant or any party to this application have any interest in or connection with the following?

- (a) an AM, FM or TV broadcast station? ☐ YES ☒ NO
- (b) a broadcast application pending before the FCC? ☒ YES ☐ NO

7. Has the applicant or any party to this application had any interest in or connection with the following:

- (a) an application which has been dismissed with prejudice by the Commission? ☐ YES ☒ NO
- (b) an application which has been denied by the Commission? ☐ YES ☒ NO
- (c) a broadcast station, the license which has been revoked? ☐ YES ☒ NO
- (d) an application in any Commission proceeding which left unresolved character issues against the applicant? ☐ YES ☒ NO
- (e) If the answer to any of the questions in 6 or 7 is Yes, state in Exhibit No. 4, the following information: ☐ YES ☐ NO

- (i) Name of party having such interest;
- (ii) Nature of interest or connection, giving dates;
- (iii) Call letters of stations or file number of application, or docket number;
- (iv) Location.

8. (a) Are any of the parties to this application related to each other (as husband, wife, father, mother, brother, sister, son or daughter)? ☒ YES ☐ NO

- (b) Does any member of the immediate family (i.e., husband, wife, father, mother, brother, sister, son or daughter) of any party to this application have any interest in or connection with any other broadcast station or pending application? ☒ YES ☐ NO

If the answer to (a) or (b) above is Yes, attach as Exhibit No. 3 & 4, a full disclosure concerning the persons involved, their relationship, the nature and extent of such interest or connection, the file number of such application, and the location of such station or proposed station.

PBS 001358

0001027

FCC 314 (Page 7)
March 1983

RC 001863

SECTION IV

ASSIGNEE'S PROGRAM SERVICE STATEMENT

FOR AM AND FM APPLICANTS

NOT APPLICABLE

1. Attach as Exhibit No. _____ a brief description, in narrative form, of the planned programming service relating to the issues of public concern facing the proposed service area.

FOR TELEVISION APPLICANTS

2. Ascertainment of Community Needs.

- A. State in Exhibit No. 7A the methods used by the applicant to ascertain the needs and interests of the public served by the station. Such information shall include (1) identification of representative groups, interests and organizations which were consulted and (2) the major communities or areas which applicant principally undertakes to serve.
- B. Describe in Exhibit No. 7B the significant needs and interests of the public which the applicant believes its station will serve during the coming license period, including those with respect to national or international matters.
- C. List in Exhibit No. 7C typical and illustrative programs or program series (excluding Entertainment and News) that applicant plans to broadcast during the coming license period to meet those needs and interests.

3. State the minimum amount of time, between 6:00 a.m. and midnight, the applicant proposes to normally devote each week to the program types listed below (see definitions in instructions). Commercial matter, within a program segment, shall be excluded in computing the time devoted to that particular program segment, e.g., a 15-minute news program containing three minutes of commercial matter, shall be computed as a 12-minute news program.

	HOURS	MINUTES	% of TOTAL TIME ON AIR
NEWS	<u>7</u>	<u> </u>	<u>5.56%</u>
PUBLIC AFFAIRS	<u>10</u>	<u> </u>	<u>7.94%</u>
ALL OTHER PROGRAMS (Exclusive of Sports and Entertainment)	<u>15</u>	<u> </u>	<u>11.90%</u>
LOCAL PROGRAMMING	<u>15</u>	<u> </u>	<u>11.90%</u>

4. State the maximum amount of commercial matter the applicant proposes to allow normally in any 60-minute segments: 16 min/hr.
5. State the maximum amount of commercial matter the applicant proposes to allow normally in a 60-minute segment between the hours of 6 p.m. to 11 p.m. (5 p.m. to 10 p.m. Central and Mountain Times): 16 min/hr.
- (a) State the number of hourly segments per week this amount is expected to be exceeded, if any: -0-
6. State in Exhibit No. _____, in full detail, the reasons why the applicant would allow the amount of commercial matter stated in Question 4 and 5 above to be exceeded.

The applicant does not anticipate that the above-stated amounts will be exceeded.

PBS 001359

0001028

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March 1983

RC 001864

SECTION VI

Part II — Assignee

ASSIGNEE'S CERTIFICATION

The ASSIGNEE hereby waives any claim to the use of any particular frequency as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application. (See Section 304 of the Communications Act of 1934, as amended).

The ASSIGNEE acknowledges that all its statements made in this application and attached exhibits are considered material representations, and that all of its exhibits are a material part hereof and are incorporated herein.

The ASSIGNEE represents that this application is not filed by it for the purpose of impeding, obstructing or delaying determination on any other application with which it may be in conflict.

In accordance with Section 1.65 of the Commission's Rules, the ASSIGNEE has a continuing obligation to advise the Commission, through amendments, of any substantial and significant changes in the information furnished.

WILLFUL FALSE STATEMENTS MADE ON THIS FORM ARE PUNISHABLE BY FINE AND IMPRISONMENT.
U.S. CODE, TITLE 18, SECTION 1001.

I certify that the assignee's statements in this application are true, complete, and correct to the best of my knowledge and belief, and are made in good faith.

Signed and dated this 26th day of June 19 84

ASTROLINE COMMUNICATIONS COMPANY LIMITED PARTNERSHIP

Name of Assignee



Signature

General Partner

Title

PBS 001360

FCC 314 (Page 12)
March 1983

0001029

RC 001865

Section I

GENERAL INFORMATION

Part II — Assignee

1. Name of Assignee

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Street Address (or other identification)

City

855 R Broadway, Saugus

State

Zip Code

Telephone No.

MA

01906

(Include area code)

(617) 231-1400

2. Does the contract submitted in response to Question 5, Part I of Section I embody the full and complete agreement between the assignor and assignee? ☒ YES ☐ NO

If No, explain in Exhibit No. _____.

Section II

ASSIGNEE'S LEGAL QUALIFICATIONS

1. Assignee is:

☐ an individual

☐ a general partnership

☒ a limited partnership

☐ a corporation

☐ other

2. If the applicant is an unincorporated association or a legal entity other than an individual, partnership or corporation, describe in Exhibit No. _____ the nature of the applicant.

CITIZENSHIP AND OTHER STATUTORY REQUIREMENTS

YES NO

3. (a) Is the applicant in compliance with the provisions of Section 310 of the Communications Act of 1934, as amended, relating to interests of aliens and foreign governments? ☒ ☐

- (b) Will any funds, credit, etc., for construction, purchase or operation of the station be provided by aliens, foreign entities, domestic entities controlled by aliens, or their agents? ☐ ☒

If Yes, provide particulars as Exhibit No. _____.

0001030

RC 001866

PBS 001361

ASSIGNEE'S LEGAL QUALIFICATIONS

TABLE I PARTIES TO APPLICATION

5. (a) Complete Table I with respect to the assignee. (Note: If the applicant considers that to furnish complete information would pose an unreasonable burden, it may request that the Commission waive the strict terms of this requirement).

INSTRUCTIONS: If applicant is an individual, fill out column (a) only. If applicant is a partnership, fill out columns (a), (b) and (d). State as to each general or limited partner (including silent partners) (a) name and residence, (b) nature of partnership interest (i.e., general or limited), and (d) percent of ownership interest. If applicant is a corporation or an unincorporated association with 50 or fewer stockholders, stock subscribers, holders of membership certificate or other ownership interest, fill out all columns, giving the information requested as to all officers, directors and members of governing board. In addition, give the information as to all persons or entities who are the beneficial or record owners of or have the right to vote capital stock, membership or owner interest or are subscribers to such interests. If the applicant has more than 50 stockholders, stock subscribers or holders of membership certificates or other ownership interests, furnish the information as to officers, directors, members of governing board, and all persons or entities who are the beneficial or record owners of or have the right to vote 1% or more of the capital stock, membership or owner interest except that if such entity is a bank, insurance company or investment company (as defined by 15 U.S.C. §80a-3) which does not invest for purposes of control, the stock, membership or owner interest need only be reported if 5% or more.

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		YES	NO	
(a)	(b)	(c)		(d)
Richard P. Ramirez 39 Chestnut Street Boston, MA 02108	General Partner			21%(O) 70%(VI)
WHCT Management, Inc. 855R Broadway Saugus, MA 01906	General Partner			9%(O) 30%(VI)
Astroline Company 855R Broadway Saugus, MA 01906	Limited Partner			70%(O)
Herbert A. Sostek 65 E. India Row #21-F Boston, MA 02110	General and Limited Partner of Astroline Company			*
Fred J. Boling, Jr. 24 Tophet Road Lynnfield, MA 01940	General and Limited Partner of Astroline Company			*
				PBS 001362
				0001031

* See Exhibit No. 3

RC 001867

ASSIGNEE'S LEGAL QUALIFICATIONS

YES NO

5. (b) Does the applicant or any party to this application, own or have any interest in a daily newspaper or cable television system? ☐ YES ☒ NO
- (c) Does the applicant or any party to this application have an ownership interest in, or is an officer, director or partner of, an investment company, bank, or insurance company which has an interest in a broadcast station, cable system or daily newspaper? ☐ YES ☒ NO

If the answer to questions 5(b) or (c) is Yes, attach as Exhibit No. _____, a full disclosure concerning persons involved, the nature of such interest, the media interest and its location.

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- (c) a broadcast station, the license which has been revoked? ☐ YES ☒ NO
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- (i) Name of party having such interest;
- (ii) Nature of interest or connection, giving dates;
- (iii) Call letters of stations or file number of application, or docket number;
- (iv) Location.
8. (a) Are any of the parties to this application related to each other (as husband, wife, father, mother, brother, sister, son or daughter)? ☒ YES ☐ NO
- (b) Does any member of the immediate family (i.e., husband, wife, father, mother, brother, sister, son or daughter) of any party to this application have any interest in or connection with any other broadcast station or pending application? ☒ YES ☐ NO

If the answer to (a) or (b) above is Yes, attach as Exhibit No. 3 & 4, a full disclosure concerning the persons involved, their relationship, the nature and extent of such interest or connection, the file number of such application, and the location of such station or proposed station.

PBS 001363

RC 001868

0001032

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March 1963

SECTION IV

ASSIGNEE'S PROGRAM SERVICE STATEMENT

FOR AM AND FM APPLICANTS

NOT APPLICABLE

1. Attach as Exhibit No. _____ a brief description, in narrative form, of the planned programming service relating to the issues of public concern facing the proposed service area.

FOR TELEVISION APPLICANTS

2. Ascertainment of Community Needs.

- A. State in Exhibit No. 7A the methods used by the applicant to ascertain the needs and interests of the public served by the station. Such information shall include (1) identification of representative groups, interests and organizations which were consulted and (2) the major communities or areas which applicant principally undertakes to serve.
- B. Describe in Exhibit No. 7B the significant needs and interests of the public which the applicant believes its station will serve during the coming license period, including those with respect to national or international matters.
- C. List in Exhibit No. 7C typical and illustrative programs or program series (excluding *Entertainment and News*) that applicant plans to broadcast during the coming license period to meet those needs and interests.

3. State the minimum amount of time, between 6:00 a.m. and midnight, the applicant proposes to normally devote each week to the program types listed below (see *definitions in instructions*). Commercial matter, within a program segment, shall be excluded in computing the time devoted to that particular program segment, e.g., a 15-minute news program containing three minutes of commercial matter, shall be computed as a 12-minute news program.

	HOURS	MINUTES	% of TOTAL TIME ON AIR
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4. State the maximum amount of commercial matter the applicant proposes to allow normally in any 60-minute segments: 16 min/hr.
5. State the maximum amount of commercial matter the applicant proposes to allow normally in a 60-minute segment between the hours of 6 p.m. to 11 p.m. (5 p.m. to 10 p.m. Central and Mountain Times): 16 min/hr.

(a) State the number of hourly segments per week this amount is expected to be exceeded, if any: -0-

6. State in Exhibit No. _____, in full detail, the reasons why the applicant would allow the amount of commercial matter stated in Question 4 and 5 above to be exceeded.

The applicant does not anticipate that the above-stated amounts will be exceeded.

PBS 001364

FCC 314 (Page 9)
March 1983

RC 001869

0001033

EXHIBIT NO. 3

The assignee is a Massachusetts limited partnership having two General Partners, Richard Ramirez and WHCT Management, Inc., and one Limited Partner, Astroline Company. The affairs of the assignee are managed solely by the General Partners and all questions are decided by the majority vote of the holders of general partnership interests, who vote in accordance with their respective ownership interests in the assignee (such interests are referred to in Table 1 as "Voting Interests"). Thus, Mr. Ramirez, having a 70% Voting Interest in the assignee, has complete voting control of the management of the affairs of the assignee.

Astroline Company, the sole Limited Partner of the assignee is a Massachusetts limited partnership having the General and Limited Partners set forth on Table 1. In addition to its limited partnership interest in the assignee, Astroline Company is also the owner of all of the outstanding Common Stock of WHCT Management, Inc. Each of the five partners of Astroline Company has a 20% Ownership Interest in Astroline Company. Each of the four General Partners of Astroline Company has a 25% Voting Interest.

Three of the partners of Astroline Company, Joel A. Gibbs, Richard H. Gibbs and Randall L. Gibbs, are brothers.

EXHIBIT NO. 4

OTHER BROADCAST INTERESTS

Astroline Company holds a 25% limited partnership interest in Spectrum Telecommunications Associates, an Illinois limited partnership and an applicant for the license to construct, own and operate UHFTV broadcast station Channel 46 in East Saint Louis, Illinois. An application was filed on behalf of Spectrum with the Commission on January 27, 1982 and has been assigned file number BPCT-820127KJ.

Astroline Company also holds interests in two pending applications for licenses to construct and operate cellular mobile radio systems. Astroline Company holds an 80% general partnership interest in Celltronics of New Bedford ("CNB"), a Massachusetts general partnership. CNB filed a license application with the Commission on March 8, 1983 which has been assigned file number 27128-CL-P-83. Astroline Company also holds a 47.5% general partnership interest in Celltronics of West Palm Beach ("CWPB"), a Florida general partnership. CWPB filed a license application with the Commission on March 8, 1983 which has been assigned file number 27129-CL-P-83.

In addition, Astroline Company filed an application with the Commission on , 1983 for a license to provide a multipoint distribution service in East Saint Louis, Illinois, which application has been assigned file number .

PBS 001367

RC 001872

0001036

EXHIBIT NO. 5

Affidavit dated May 29, 1984, of Fred J. Boling, Jr.

Affidavit dated May 29, 1984, of Richard P. Ramirez.

PBS 001368

0001037

RC 001873

AFFIDAVIT

I, Fred J. Boling, Jr., being duly sworn, hereby state that:

I am the President of WHCT Management, Inc., a Massachusetts corporation having its office at 855 Broadway, Saugus, Massachusetts ("WHCT Management").

WHCT Management is a General Partner in the Astroline Communications Company Limited Partnership, a Massachusetts limited partnership (the "Partnership"). As a General Partner, WHCT Management holds a nine percent (9%) Partnership Interest in the Partnership. The other General Partner in the Partnership is Richard P. Ramirez, who holds a twenty-one percent (21%) Partnership Interest as a General Partner. The Astroline Company, another Massachusetts limited partnership, is the sole Limited Partner in the Partnership and as such holds the remaining seventy percent (70%) Partnership Interest.

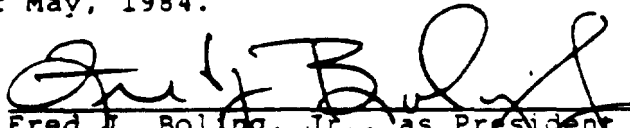
The Partnership has entered into an Agreement dated May 29, 1984 with Faith Center, Inc., the licensee of WHCT-TV, Channel 18, in Hartford, Connecticut (the "Station"), providing for the acquisition of the Station by the Partnership from Faith Center, Inc., on the terms and conditions set forth therein, including the receipt of all regulatory approvals by the Federal Communications Commission required therefor.

I hereby confirm that the Partnership and WHCT Management, in furtherance of the minority ownership policies of the Federal

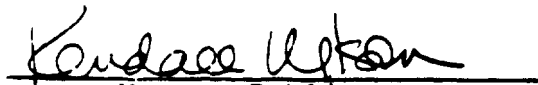
0001038

Communications Commission, and in order to provide greater diversity in the ownership and operation of the Station and its program content, are seeking and will continue to seek one or more additional minority management personnel to participate in the ownership and operation of the Station, including in particular one or more black persons; and that WHCT Management is prepared and intends to transfer up to four percent (4%), or four-ninths (4/9), of the nine percent (9%) Interest held by it in the Partnership as a General Partner to such additional minority personnel, so that the total Interest in the Partnership held by minority personnel participating in the management and control of the Partnership, after taking into account the twenty-one percent (21%) Interest now held by Mr. Ramirez, will be as much as twenty-five percent (25%) of all of the Partnership Interests.

Executed this 29th day of May, 1984.


Fred F. Boling, Jr., as President
of WHCT Management, Inc., and on
its behalf as a General Partner
of Astroline Communications
Company Limited Partnership

Subscribed and sworn to
before me this 29th day
of May, 1984


Notary Public
My Commission Expires June 14, 1984
My Commission Expires June 14, 1984

AFFIDAVIT

Richard P. Ramirez, being duly sworn, deposes and states that the following is true and correct based on my information, knowledge and belief:

1. I am a General Partner of Astroline Communications Company Limited Partnership ("Astroline Communications Company"), a Massachusetts limited partnership.

2. Astroline Communications Company has entered into an agreement to purchase from Faith Center, Inc., as a distress sale property, the assets of WHCT-TV, a television station operating on Channel 18 in Hartford, Connecticut.


3. Astroline Communications Company is a qualified minority purchaser as defined by the Federal Communications Commission Statement of Policy on Minority Ownership of Broadcasting Facilities, 68 FCC 2d 979 (1981), as revised, 52 RR 2d 1301 (1982).

4. I attest that the statements contained in the foregoing Affidavit are true and correct to the best of my knowledge and belief.

City of Washington) ss:
District of Columbia)


Richard P. Ramirez

Subscribed and sworn to me this 29th day of May 1984.


Notary Public

My Commission Expires:
My Commission Expires January 31, 1985

EXHIBIT NO. 6

Affidavit dated May 29, 1984, of Fred J. Boling, Jr.

Letter dated June 25, 1984, from The First National Bank of Boston to Astroline Communications Company Limited Partnership.

Letter dated June 26, 1984, from Astroline Company to Astroline Communications Company Limited Partnership.

AFFIDAVIT

Fred J. Boling, Jr., being duly sworn, deposes and states that the following is true and correct based on my information, knowledge and belief:

1. I am the President of WHCT Management, Inc. ("WHCT Management"), a Massachusetts corporation having its office at 855 Broadway, Saugus, Massachusetts 01906.

2. WHCT Management is a General Partner in Astroline Communications Company Limited Partnership ("Astroline Communications Company"), a Massachusetts limited partnership.

3. Astroline Communications Company has agreed to purchase station WHCT-TV, -Channel 18, Hartford, Connecticut from Faith Center, Inc. for \$3.1 million in accordance with the distress sale procedures enunciated in the Federal Communications Commission Statement of Policy on Minority Ownership of Broadcasting Facilities, 68 FCC 2d 979 (1981), as revised, 52 RR 2d 1301 (1982).

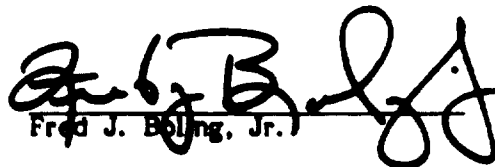
4. Astroline Communications Company has sufficient net liquid assets on hand or available from committed sources to purchase the station, make capital improvements in the facilities and operate the station for at least three months without commercial revenue.

5. Astroline Communications Company can and will meet all contractual requirements as to the loans, collateral, guarantees and capital improvements relating to this transaction.

7. Astroline Communications Company has neither directly nor indirectly paid nor promised to pay any further consideration to the Seller, Faith Center, Inc., other than that reflected in the Agreement entered into between the parties on May 29, 1984.

8. I attest that the statements contained in the foregoing Affidavit are true and correct to the best of my knowledge and belief.

City of Washington) ss:
District of Columbia)


Fred J. Boling, Jr.

Subscribed and sworn to me this 29th day of May 1984.


Notary Public

My Commission Expires:
My Commission Expires January 31, 1989

PBS 001373

RC 001878

0001042



BANK OF BOSTON

June 25, 1984

Mr. Richard P. Ramirez
General Partner
Astroline Communications
Company Limited Partnership
855R Broadway
Saugus, MA 01906

Mr. Fred J. Boling, Jr.
President
WHCT Management, Inc.
General Partner
Astroline Communications
Company Limited Partnership
855R Broadway
Saugus, MA 01906

Dear Messrs. Ramirez and Boling:

We understand that Astroline Communications Company Limited Partnership ("Astroline"), a Massachusetts limited partnership, has entered into an agreement to purchase the assets of WHCT-TV, Channel 18, Hartford, Connecticut from Faith Center, Inc., for \$3,100,000.

Subject to the conditions of the next paragraph, we are willing and prepared to offer Astroline a ten million dollar (\$10,000,000) line of credit anytime after the Federal Communications Commission ("Commission") approves the distress sale of the assets of WHCT to Astroline. The loan shall be used to cover all or part of the costs relating to renovating the facilities and operation WHCT as a full-time commercial television station.

As you know, the exact pricing, conditions and terms of amortization of a commitment of this type will be determined when we receive a formal loan application from Astroline. I anticipate that the loan will be approved by our Credit Committee, and interest will be accrued on this line of credit at a floating rate equal to one percent (1%) above the prime rate at the time monies are drawn. The loan amount will be repaid in interest only quarterly installments over a nine-month renovation period and an initial twelve-month operation period. Thereafter, payments shall be made upon the principal and interest in quarterly installments pursuant to the provisions of the formal loan agreement.

All loans made under this commitment shall be secured by the equipment and assets of Astroline, subject to the first mortgage on the real property of Astroline to be granted to Faith Center, Inc. In accordance with the Commission regulations, any chattel mortgage or security interest granted to the Bank will include a provision guaranteeing at least 30 days written notice to Astroline and the Commission prior to repossession of any equipment due to default under the terms of the proposed loan agreement.

We are pleased to offer Astroline the line of credit referred to above and look forward to working with Astroline and its General Partners in connection with the acquisition and operation of Channel 18 in Hartford, Connecticut.

Sincerely,

David K. McKown, FVP

RC 001879

DKM:PFW

0001043

ASTROLINE COMPANY
855R Broadway
Saugus, MA 01906

June 26, 1984

Astroline Communications Company
Limited Partnership
855R Broadway
Saugus, MA 01906

Gentlemen:

This will confirm that Astroline Company, a Limited Partner in Astroline Communications Company Limited Partnership, has agreed to provide up to \$500,000 in additional financing to Astroline Communications Company upon the approval by the Federal Communications Commission of the transfer from Faith Center, Inc., to Astroline Communications Company of the FCC license for the operation of WHCT-TV, Channel 18, in Hartford, Connecticut (the "Station") and the acquisition by Astroline Communications Company of the assets of the Station from Faith Center, Inc.

Astroline Company is also willing to provide Astroline Communications Company with additional financing for a period of several months following its acquisition of the Station in order to fund any operating losses which may be incurred in connection with the renovation and operation of the Station during such period.

The financing to be provided by Astroline Company to Astroline Communications Company referred to above will consist of an additional contribution or contributions by Astroline Company to the capital of Astroline Communications Company, a loan or loans to Astroline Communications Company upon terms to be agreed on by Astroline Company and the General Partners of Astroline Communications Company, which may include provisions for the subordination of such debt to other indebtedness of Astroline Communications Company, or some combination of the foregoing.

Yours truly,

ASTROLINE COMPANY

By: /s/ Fred J. Boling, Jr.
Fred J. Boling, Jr.,
General Partner

PBS 001375

RC 001880

0001044

EXHIBIT NO. 8

SECTION V

FCC FORM 314

ASTROLINE COMMUNICATIONS COMPANY

MODEL EQUAL EMPLOYMENT OPPORTUNITY PROGRAM

I. General Policy

Astroline Communications Company (ACC) is committed to a policy of equal employment opportunity to all qualified individuals without regard to their race, color, religion, national origin or sex in all personnel actions including recruitment, evaluation, selection, promotion, compensation, training and termination.

It will be our policy to promote equal employment opportunity through a positive, continuing program of specific practices designed to ensure the full realization of equal employment opportunity without regard to race, color, religion, national origin or sex.

To make this policy effective, and to ensure conformance with the Rules and Regulations of the Federal Communications Commission, we have adopted an Equal Employment Opportunity Program which includes the following elements:

II. Responsibility for Implementation

Richard P. Ramirez, the proposed General Manager of the television station, will be responsible for the administration and implementation of our Equal Employment Opportunity Program. It will also be the responsibility of all persons making employment decisions with respect to recruitment, evaluation, selection, promotion, compensation, training and termination of employees to ensure that our policy and program is adhered to and that no person is discriminated against in employment because of race, color, religion, national origin or sex.

III. Policy Dissemination

To assure that all members of the staff are cognizant of our equal employment opportunity policy and their individual responsibilities in carrying out this policy, the following communication efforts will be made:

The station's employment application form will contain a notice informing prospective employees that discrimination because of race, color, religion, national origin or sex is prohibited and that they may notify the appropriate local, State or Federal agency if they believe they have been the victims of discrimination.

Appropriate notices will be posted informing applicants and employees that the station is an Equal Opportunity Employer and that each employee or applicant has a right to notify an appropriate local, State or Federal agency if they believe they have been victims of discrimination.

We will seek the cooperation of others to help implement our EEO program and all contracts with employees will contain a non-discrimination clause.

IV. Recruitment

To ensure nondiscrimination in relation to minorities and women, and to foster their full consideration in filling job vacancies, we propose to utilize the following recruitment procedures:

We will maintain systematic communication, both orally and in writing, with a variety of minority and women's organizations to encourage the referral of qualified minority and female applicants. Examples of organizations we intend to contact are local chapters of the:

National Black Media Coalition
National Organization of Women
National Association for the Advancement of Colored People
Urban League

In addition to the organizations noted above, which specialize in minority and female candidates, we will deal with employment services, including State employment agencies, which refer job candidates without regard to their race, color, religion, national origin or sex.

When we recruit prospective employees from educational institutions such recruitment efforts will include area schools and colleges with significant minority and female enrollments. Some of the educational institutions to be contacted for recruitment purposes are:

Yale University
Greater Hartford College
Hartford Technical State College
University of Connecticut

When utilizing media for recruitment purposes, help-wanted advertisements will always include a notice that we are an Equal Opportunity Employer and will contain no indication, either explicit or implied, of a preference for one sex or race over another.

When we place employment advertisements in printed media some of such advertisements will be placed in media which have significant circulation or are of particular interest to minorities and women.

We will also encourage employees, particularly minority and female employees, to refer minority and female candidates for existing and future job openings.

V. Training

We will provide on-the-job training to upgrade the skills of employees. We will provide assistance to students, schools or colleges in the area that have programs designed to enable minorities and women to compete for jobs in broadcasting on an equitable basis with other trained professionals.

ASTROLINE COMMUNICATIONS COMPANY LIMITED PARTNERSHIP

Record of Ownership

5/29/84 9/10/85* 12/30/85 3/13/86 12/26/86 4/7/87 11/21/88

GENERAL PARTNERS

Richard P. Ramirez	21%	21%	21%	21%	21%	21%	21%
WHCT Management, Inc. (1)	9%	5%	6%	7%	5%	6%	9%
Thomas A. Hart, Jr.		1%	1%	1%	1%		

LIMITED PARTNERS

Astroline Company (2)	70%	58%	58%	58%	58%	58%	58%
Martha & Robert Rose		6%	6%	6%	6%	6%	6%
Thelma N. Gibbs		6%	6%	6%	6%	6%	6%
Terry Planell		1%	1%	1%	3%	3%	
Danielle Webb		1%	1%				
Don O'Brien		1%					

*Reflects various transactions
completed between 8/16/85 and 9/10/85

- 1) WHCT Management, Inc., is a Massachusetts corporation organized on May 21, 1986. From the date of its organization until 11/18/88, all of its outstanding Common Stock was held by the Astroline Partners (defined below). On 11/18/88, the Astroline Partners transferred all of the outstanding shares of Common Stock to Richard P. Ramirez who is now the sole stockholder of WHCT Management, Inc.
- (2) Astroline Company is a Massachusetts Limited Partnership organized on October 16,, 1981. Effective November 3, 1988, the Limited Partnership was converted to a Massachusetts corporation. At all times the equity interest of both the Limited Partnership and the Corporation have been held by the Astroline Partners defined below.

Now a Corporation

Astroline Partners Defined

The Astroline Partners consist of Herbert A. Sostek, Fred J. Boling, Jr., Joel A. Gibbs (deceased 5/16/86), Richard H. Gibbs and Randall L. Gibbs. The Astroline Partners each have a 20% equity interest in Astroline Company and, until 11/18/88, each had a 20% interest in WHCT Management, Inc. In addition, each of the Astroline Partners holds a 20% interest in Astroline Corporation, a New York corporation, which from time to time has made loans to or on behalf of Astroline Company, and Astroline Connecticut, Inc., which owns certain real property utilized by Astroline Communications Company Limited Partnership.

CSB/aa
December 5, 1988

RC 004183